

November 3, 2020

RE: November 9, 2020 BOARD OF DIRECTORS EXECUTIVE COMMITTEE MEETING

COVID-19 NOTICE

We realize that many member offices are closed and employees are working from home. To the extent possible we would like to have our Notice of Meeting and Agenda Posted at as many Agencies as possible. It will be posted on the CalAHA website. If it is not possible to post, please let us know. Thank you for your cooperation

PLEASE NOTE: Notice and Agenda should be posted by 9:00 a.m. on Friday November 6, 2020.

Dear Board Members:

Enclosed please find the Notice of Meeting and the Agenda for the Executive Committee Meeting for the California Affordable Housing Agency scheduled for Monday November 9, 2020 at 10:00 am at 806 West 19th Street Merced, CA 95340.

CALL-IN NUMBER (712) 770-4010 and ACCESS CODE 968-361#

Please post the Notice of Meeting and Agenda in advance of the 72-hour minimum notice period. Please complete and sign the enclosed Certification of Posting and fax it to my office ASAP. By receiving your signed Certification by the end of the day on Thursday so we can avoid reminder calls/emails. We greatly appreciate your courtesy and cooperation in this regard.

If you have any questions with regard to the above, please contact me.

Very truly yours,

Thomas E. Lewis

Thomas E. Lewis General Counsel

> 806 West 19th Street, Merced, CA 95340 (209) 384-0001



NOTICE OF MEETING

DUE TO COVID-19 and PURSUANT TO CHANGES TO THE BROWN ACT ISSUED BY EXECUTIVE ORDER N-29-20 FROM GOVERNOR GAVIN NEWSOM, THE EXECUTIVE COMMITTEE OF THE BOARD OF COMMISSIONERS MEETING HAS BEEN CHANGED FROM MEETING AT 806 West 19th Street Merced, CA to a TELEPHONIC CONFERENCE CALL.

Executive Committee of the Board of Directors of the California Affordable Housing Agency, which is a Joint Powers Agency consisting of various Housing Authorities located throughout California, including this Housing Authority, will hold a conference call meeting on:

November 9, 2020 at 10:00 a.m.

Call in Number: (712) 770-4010

Passcode 968361#

PUBLIC IS WELCOME

Anyone interested may attend.

You may attend this meeting by teleconference at this local Housing Authority. The Board Member representative from this local Housing Authority may be attending this meeting by teleconference. Please ask for assistance at the front lobby area if you wish to participate in this scheduled meeting.

The Agenda for this meeting is posted next to or below this notice.



CERTIFICATION OF POSTING

The undersigned hereby acknowledges and declares that the attached Notice of Meeting and the Agenda for this meeting were duly posted in a location that was freely accessible to members of the public and at least seventy-two (72) hours before the time and date of the meeting.

DATE POSTED:
TIME POSTED:
LOCATION POSTED:
I declare under penalty of perjury under the laws of the State of
California that the foregoing is true and correct to the best of my
knowledge.
Dated: Signed:
8
Print Name:
Print Title:
Print Name of Housing Authority:
Please email completed Certification to:
Tom Lewis at tom@lewislawca.com or fax to (209) 384-0003

806 West 19th Street, Merced, CA 95340 (209) 384-0001



California Affordable Housing Agency

AGENDA

THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS CALIFORNIA AFFORDABLE HOUSING AGENCY EXECUTIVE BOARD MEETING

November 9, 2020 10:00 a.m. 806 W. 19th Street Merced, CA 95340 (209) 384-0001

DUE TO COVID-19 and PURSUANT TO CHANGES TO THE BROWN ACT ISSUED BY EXECUTIVE ORDER N-29-20 FROM GOVERNOR GAVIN NEWSOM, THE EXECUTIVE COMMITTEE OF THE BOARD OF COMMISSIONERS MEETING HAS BEEN CHANGED FROM MEETING AT 806 West 19th Street Merced, CA to a TELEPHONIC CONFERENCE CALL.

Call in Number: (712) 770-4010

Passcode 968361#

Executive Committee Member Locations

2039 Forest Avenue Suite 10 Chico, California 95928

1701 Robertson Blvd. Modesto, California 95351

1402 D Street Brawley, California 92227

1400 West Hillcrest Drive Newbury Park, California 91302

2575 Grand Canal Blvd. Suite 100 Stockton, California 95207

- I. CALL TO ORDER AND ROLL
- II. DIRECTORS' AND/OR AGENCY ADDITIONS/DELETIONS TO THE AGENDA

(M/S/C):	/	1	
(111 0 0).	- 1	/	

III. APPROVAL OF MEETING MINUTES

Minutes of September 21, 2020 Meeting
(M/S/C): ___/___/____

IV.UNSCHEDULED ORAL COMMUNICATIONS

NOTICE TO THE PUBLIC

At this time, any person(s) may comment on any item that is not on the Agenda. Please state your name and address for the record. Action will not be taken on an item that is not on the Agenda. If it requires action, it will be referred to Staff and/or placed on the next Agenda. In order that all interested parties have an opportunity to speak, please limit comments to a maximum of five (5) minutes.

V. FINANCIAL REPORT OF ADMINISTRATOR

Current Financials of the Agency

VI. RESOLUTION, ACTION AND INFORMATION ITEMS

RESOLUTION NO. 2020-10

A RESOLUTION OF THE CALIFORNIA AFFORDABLE HOUSING AGENCY AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF MULTIFAMILY HOUSING POOL REVENUE BONDS (BUTTE COUNTY PROJECTS), SERIES 2020A, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE, A SERIES INDENTURE, A LOAN AGREEMENT, A REGULATORY AGREEMENT, A BOND PURCHASE AGREEMENT AND A PRELIMINARY OFFICIAL STATEMENT, AND AUTHORIZING THE EXECUTION AND DELIVERY OF AND APPROVING OTHER RELATED DOCUMENTS AND APPROVING OTHER RELATED ACTIONS IN CONNECTION THEREWITH

M/S/C	/	/	

B. ACTION ITEMS:

1. Action Item 2020-01A
Acceptance and Approval of the Year 2019 Annual CalAHA Audit

C. INFORMATION/DISCUSSION ITEM(S)

- 1. Review of Audit for Year 2019
- 2. Executive Director's Report;
- 3. Current update on Trio Program;
- 4. Current update on prospective projects and financings;
- 5. Current update on member projects and administrative matters.

VII. CLOSED SESSION

None.

VIII. DIRECTORS' COMMENTS

IX. SCHEDULING OF FUTURE EXECUTIVE BOARD MEETINGS

(The second Monday of the month):

December 14, 2020, January 11, 2021, February 8, 2021 (Annual Meeting), March 8, 2021, April 12, 2021, May 10, 2021, June 14, 2021, July 12, 2021, August 9, 2021, September 13, 2021, October 11, 2021, November 8, 2021 and December 13, 2021

X. ADJOURNMENT



MINUTES

THE EXECUTIVE COMMITTEE OF THE BOARD OF DIRECTORS CALIFORNIA AFFORDABLE HOUSING AGENCY MEETING

September 21, 2020 10:00 a.m.

806 West 19th Street Merced, CA

I. The Board Meeting of the Executive Board of the California Affordable Housing Agency was called to order by Thomas E. Lewis at 10:03 a.m. The roll was taken and a quorum declared present. The following Executive Board Members were present for the meeting:

CalAHA Executive Board Members Present:

- 1. Sue Kemp for Ed Mayer, Executive Director, Housing Authority of the County of Butte
- 2. Kirk Mann, Secretary/Treasurer, Executive Director, Imperial Valley Housing Authority
- 3. Linh Luong for Barbara Kauss, Vice Chairperson Housing Authority of the County of Stanislaus
- 4. Peter Ragsdale, Executive Director, Housing Authority of the County of San Joaquin
- 5. Michael Nigh, Executive Director Area Housing Authority of the County of Ventura

Members Not Present:

None.

Others Present:

- 6. Kao Xiong, Law Office of Thomas E. Lewis
- 7. Thomas E. Lewis, General Counsel

- 8. Nick Benjamin, Executive Director
- 9. Patrick Howard, Founding Member Evergreen Pacific Capital
- 10. Bob Havlicek, Executive Director of the Housing Authority of the County of Santa Barbara
- 11. Julie Wunderlich, Bond Counsel Jones Hall
- 12. Melinda Hazard, Housing Authority of the County of San Joaquin
- II. Directors' and/or Agency Additions/Deletions to the Agenda:

(M/S/C): B. Kauss/M. Nigh -Motion to approve agenda. Approved: 5-0

III. Approval of the Minutes:

None.

IV. Unscheduled Oral Communication:

None.

V. FINANCIAL REPORT OF ADMINISTRATOR:

Tom Lewis presented a brief overview of the CalAHA financials and current status of the Agency's accounts. Mr. Lewis indicated that he will be providing a list of CalAHA checks that were issued in the near future along with the financial reports. Mr. Lewis indicated that the agency should be receiving reimbursements from Housing Authority of the County of Butte and Stanislaus for development consultant work. The agency will also be sending out a billing for work on 1612 Sisk Road project.

- VI. RESOLUTION, ACTION AND INFORMATION/DISCUSSION ITEMS:
 - A. RESOLUTION ITEMS:

RESOLUTION 2020-09

A RESOLUTION OF THE CALIFORNIA AFFORDABLE HOUSING AGENCY AUTHORIZING THE ISSUANCE, SALE AND DELIVERY OF MULTIFAMILY HOUSING POOL REVENUE BONDS (BUTTE COUNTY PROJECTS), SERIES 2020A, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDENTURE, A SERIES INDENTURE, A LOAN AGREEMENT, A REGULATORY AGREEMENT, A BOND PURCHASE AGREEMENT AND A PRELIMINARY OFFICIAL STATEMENT, AND AUTHORIZING THE EXECUTION AND DELIVERY OF AND APPROVING OTHER RELATED DOCUMENTS AND APPROVING OTHER RELATED ACTIONS IN CONNECTION THEREWITH

Tom Lewis indicated that Housing Authority of the County of Butte has 6 projects that have been paid off using the Kathy Court proceeds. HACB is looking to provide funds for rehabilitation work for the 6 projects. All the projects need moderate rehab work, except for two projects that have more extensive rehab work planned.

(M/S/C): M. Nigh/P. Ragsdale Approved: 4-0-1(Kemp)

RESOLUTION 2020-10

A RESOLUTION OF THE CALIFORNIA AFFORDABLE HOUSING AGENCY AUTHORIZING THE BOARD CHAIRPERSON TO ENTER INTO A PURCHASE AGREEMENT FOR THE PURCHASE OF A SINGLE-FAMILY HOME LOCATED AT 2810 SOUTH PARKWOOD STREET VISALIA CALIFORNIA AND FURTHER AUTHORIZING THE BOARD CHAIRPERSON TO TAKE ANY NECESSARY ACTIONS TO COMPLETE THE PURCHASE OF THE HOME

Patrick Howard indicated that due to numerous issues from the home inspection, the Lessee decided not to proceed with the home.

RESOLUTION 2020-11

A RESOLUTION OF THE CALIFORNIA AFFORDABLE HOUSING AGENCY ACCEPTING A GRANT DEED FOR THE PURCHASE OF THE REAL PROPERTY LOCATED AT 2810 SOUTH PARKWOOD STREET VISALIA CALIFORNIA AND AUTHORIZING ITS CHAIR, SECRETARY OR ASSIGNEE TO SIGN NECESSARY DOCUMENTS AND TAKE ANY OTHER NECESSARY ACTION TO ACCEPT THE GRANT DEED

Patrick Howard indicated that due to numerous issues from the home inspection, the Lessee decided not to proceed with the home.

ACTION ITEMS:

None.

C. INFORMATION/DISCUSSION ITEMS.

- 1. Executive Director's Report Nick Benjamin indicated that currently, CalAHA's focus is primarily on the Foothill Terrace project with Housing Authority of the County of Stanislaus. It is 30 units with 1 bedroom/1 bathroom modular units. Edwards Estates completed phase 1 and is working with TRIO for the sale of the 2 homes.
- 2. Current update on Trio Program: Patrick Howard indicated that the property in Tulare County had too many issues in the inspection report and the seller did not want to fix. The buyer has decided not to proceed

and will continue searching for a new house. In regards to the two Edwards Estate homes in Modesto, Mr. Howard indicated that it has been difficult getting buyers qualified. Mr. Lewis indicated that there are funding restrictions that limit qualified buyers. There was a large family that wanted to buy but the occupancy limit rose so it didn't work out. Mr. Howard indicated that TRIO is currently training new agents throughout the state. TRIO has converted several homes to ownership. Currently seven homes in the portfolio and is expecting some progress.

- 3. Current update on prospective projects and financings Nick Benjamin indicated that he has been in contact with Sonoma County Housing Authority. They have received a large tax credit and are interested in having CalAHA help. They are also interested in joining the agency.
- 4. Current update on member projects and administrative matters: Mr. Lewis indicated that Court of Fountains project is at full occupancy, however they are tight on expenses. They have raised rent which helps some, however CalAHA will have to continue to support the project for a while.

VII. CLOSED SESSION:

None.

VIII. DIRECTORS' COMMENTS:

None.

IX. SCHEDULING OF FUTURE EXECUTIVE BOARD MEETINGS:

(The second Monday of the month):

October 12, 2020, November 9, 2020, December 14, 2020

X. ADJOURNMENT:

Meeting adjourned @ 9:53 am

(M/S/C): K. Mann/M. Nigh

Secretary		
DATE:		

RESOLUTION NO. 2020-12

A RESOLUTION OF THE CALIFORNIA AFFORDABLE HOUSING AGENCY APPROVING AND ADOPTING OF A DISCLOSURE POLICIES AND PROCEDURES POLICY FOR THE AGENCY

WHEREAS, the California Affordable Housing Agency ("the Agency") is authorized pursuant to Articles 1 through 5 of Chapter 1 of Part 2 of Division 24 of the Health and Safety Code of the State of California (the "Act"), to issue revenue obligations and to use the proceeds thereof to make loans to housing authorities in order to finance the acquisition, rehabilitation and 2020A Projects of housing projects to be occupied, in part, by persons and families of low and very low income residing within the jurisdiction of the Authority; and

WHEREAS, California Affordable Housing Agency presently does not have a written disclosure policy and it is in the best interest of the Agency to adopt such a written disclosure policy;

WHEREAS, bond counsel has recommended and prepared an appropriate disclosure policy for the Agency to consider and adopt; and

WHEREAS, the Agency hereby finds and declares that this resolution is being adopted pursuant to the powers granted by the Act; and

NOW, THEREFORE, BE IT RESOLVED by the California Affordable Housing Agency, as follows:

Section 1. The Agency hereby finds and declares that the above recitals are true and correct.

Section 2. The attached Disclosure Policies and Procedures Policy is hereby approved and adopted by this Agency for immediate implementation and use.

Section 3. This resolution shall take effect from and after its adoption.

ADOPTED by	the California	Affordable Ho	using Agency	this 9th day	of November, 2020	0.
------------	----------------	---------------	--------------	--------------	-------------------	----

Attest:	:	California Affordable Housing Agency
	ABSTAIN	Chair, Board of Directors
	ABSENT:	
	NOES:	
	AYES:	
	ADOPTED by the California Affordable Housin	ng Agency this 9th day of November, 202

Secretary, Board of Directors California Affordable Housing Agency

DISCLOSURE POLICIES AND PROCEDURES

California Affordable Housing Agency

Article I General

These Disclosure Policies and Procedures (the "Disclosure Procedures") of the California Affordable Housing Agency (the "Agency" or the "Issuer") are intended to ensure that the Issuer is in compliance with all applicable federal and state securities laws.

Article II Disclosure Coordinator

The Executive Director of the Agency, or such other employee of the Agency so designated, shall be the disclosure coordinator of the Issuer (the "Disclosure Coordinator").

Article III Review and Approval of Official Statements

The Disclosure Coordinator of the Agency shall review any Official Statement prepared in connection with any debt issuance by the Agency in order to ensure there are no misstatements or omissions of material information in any sections that contain descriptions of information prepared by the Agency.

In connection with its review of the Official Statement, the Disclosure Coordinator shall consult with third parties, including outside professionals assisting the Agency, and all members of Agency staff, to the extent that the Disclosure Coordinator concludes they should be consulted so that the Official Statement will include all "material" information (as defined for purposes of federal securities law).

As part of the review process, the Disclosure Coordinator shall submit all Official Statements to the Executive Director of the Issuer and the Board of Directors for approval.

The Board of Directors shall undertake such review as deemed necessary by the Board of Directors, following consultation with the Disclosure Coordinator, to fulfill the Board of Directors' responsibilities under applicable federal and state securities laws. In this regard, the Disclosure Coordinator shall consult with the Issuer's disclosure counsel to the extent the Disclosure Coordinator considers appropriate.

Article IV Continuing Disclosure Filings

Under the continuing disclosure undertakings that the Issuer has entered into in connection with its debt offerings, the Issuer is required each year to file annual reports with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access ("EMMA") system in accordance with such undertakings. Such annual reports are required to include certain updated financial and operating information, and the Issuer's audited financial statements.

The Issuer is also required under its continuing disclosure undertakings to file notices of certain events with EMMA.

The Disclosure Coordinator is responsible for establishing a system (which may involve the retention or one or more consultants) by which:

- (i) the Issuer will make the annual filings required by its continuing disclosure undertakings on a complete and timely basis, and
 - (ii) the Issuer will file notices of enumerated events on a timely basis.

In connection with preparation of annual reports and event filings, the Disclosure Coordinator shall consult with third parties, including outside professionals assisting the Agency, and all members of Agency staff, to the extent that the Disclosure Coordinator concludes they should be consulted so the annual report and event filings will include all "material" information (as defined for purposes of federal securities law).

As part of the review process, the Disclosure Coordinator shall submit all annual reports and event filings to the chief executive officer of the Issuer for approval.

The Disclosure Coordinator shall retain a record of the actions taken to prepare, check and approve each annual report and event filing.

Article V Public Statements Regarding Financial Information; Website

Whenever the Issuer makes statements or releases information relating to its finances to the public that are reasonably expected to reach investors and the trading markets, the Issuer is obligated to ensure that such statements and information are complete, true, and accurate in all material respects.

The Agency may include a disclaimer on the Agency website:

"No information on the Agency's website is intended to be the basis of or should be relied upon in making an investment decision. The information on this website is not posted for the purpose of reaching the investing public, including bondholders, rating analysts, investment advisors, or any other members of the investment community. Because each security issued by the Agency or its related entities may involve different sources of payment and security, you should refer for additional information to the official statement and continuing disclosure filings for the particular security, which can be found on the Municipal Security Rulemaking Board's Electronic Municipal Market Access website: https://emma.msrb.org/."

Article VI Training

The Disclosure Coordinator shall ensure that the members of the Issuer staff involved in the initial or continuing disclosure process are properly trained to understand and perform their responsibilities.

The Disclosure Coordinator shall arrange for disclosure training sessions conducted by the Issuer's disclosure counsel. Such training sessions shall include education on these Disclosure Procedures, the Issuer's disclosure obligations under applicable federal and state securities laws and the disclosure responsibilities and potential liabilities of members of the Issuer's staff and members of the Board of Directors. Such training sessions may be conducted using a recorded presentation.

Article VII Updates to Disclosure Procedures

The Disclosure Coordinator shall review the Disclosure Procedures annually and propose updates to the Disclosure Procedures as needed to address changes, including but not limited to changes in the Issuer's debt management program, financial reporting processes, or organizational structure. In addition, at any time all officers and employees of the Issuer are invited and encouraged to make recommendations for changes to these Disclosure Procedures so that they foster better compliance with applicable law, result in better information to investors, or makes the procedures required by these Disclosure Procedures more efficient. Following receipt of any such recommendation, the Disclosure Coordinator shall consult with third parties, including outside professionals assisting the Issuer and members of Issuer staff, where appropriate, and shall determine whether such recommendation should be submitted as a proposal to the chief executive officer.

Upon receipt of a proposal from the Disclosure Coordinator, the Executive Director shall approve and implement any change to these Disclosure Procedures that is proposed by the Disclosure Coordinator if it does not change the fundamental policies or procedures established by these Disclosure Procedures and it is determined by the Executive Director to be advisable. Any proposal that changes the fundamental policies or procedures established by these Disclosure Procedures will require Board of Directors approval

Article VIII Documenting Compliance

The Disclosure Coordinator is responsible for establishing a system (which may involve the retention or one or more consultants) by which compliance with these Disclosure Procedures is documented.

Article IX Waiver of Procedures

The Disclosure Coordinator may, with the approval of the Executive Director, depart from this Disclosure Policy when he or she in good faith determines that such departure is in the best interests of the Issuer and is consistent with the duties of the Issuer under federal and state securities laws.

Article X Internal Use Only

These Disclosure Procedures are intended for the internal use of the Issuer only and are not intended to establish any duties in favor of or rights of any person other than the Issuer.

CalAHA Executive Director's Monthly Report

MONTH: October, 2020

Prepared by: Nick Benjamin-Executive Director

Summary of Activities Last Month:

Activity focused on moving existing projects forward. (Foothill Terrace, Edwards Phase II) Work also progressed at the 1612 project. Preparation work for the special board update session in December is underway. A site visit was conducted at Court of Fountains.

CLIENT/PROJECTS AMOUNT	STATUS/ACTIVITY	EST. DOLLAR
HA Stanislaus County Edwards Estates: Modesto, CA 2-HOME units. Phase 2-33 for sale SFD	Phase I complete. Coordinating TRIO and HACS for sale of homes. Design work on Phase 2 in progress. Scheduled for 01/2021 submittal to jurisdiction.	\$12.25M
HA Stanislaus County Bentley Estates: Waterford, CA 13-for sale SFD	Seeking new GC to negotiate Bid particulars and seeking City funding.	\$5.2M
HA Stanislaus County Foothill Terrace: San Andreas, CA 30- 1bd. Units Workforce rental housing	Engineering nearly completed/Awaiting bids. Bids should be received by 11/30/2020	\$3.9M
HA Stanislaus County	Hotel Acquisition and Rehabilitation (closed escrow 6/30/2020) Rehabilitation efforts in process. Completion of Phase 1 by 12/2020	\$21.5M
HA San Joaquin County Turnpike/Lodi Properties: San Joaquin County, ,CA 12-18 units of Workforce rental housing	Member agency utilized another contract source. Other projects remain in pipeline and possibilities for CalAHA.	

CalAHA Executive Director's Monthly Report

Butte County HA- Bond/Restructure	In progress/Appraisal & PNA completed. Targeting 12/2020 close. Bond Market COVID response.	\$9.8M

Vocation West isolation State State

